

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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In re VEECO INSTRUMENTS, INC. : Case No.: 7:05-md-01695 (CM)(GAY)
SECURITIES LITIGATION :
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THIS DOCUMENT RELATES TO :
ALL ACTIONS :
----- X

[PROPOSED] ORDER

Upon consideration of Lead Plaintiff's First Motion in *Limine* and this Court having considered any opposition thereto, IT IS HEREBY ORDERED that Plaintiff's Motion is GRANTED and

IT IS FURTHER ORDERED that:

1. Defendants and their witnesses are precluded at trial from claiming to the jury with respect to any "potential" errors in TurboDisc's accounting identified prior to the initiation of the investigation of improper accounting entries at TurboDisc which were among the causes of the Restatement of Veeco's financial statements for any of the first three quarters of 2004, that they did not conclude that the "potential" errors were actual errors until after they had obtained the results or other information from the investigation.

IT IS SO ORDERED:

Date: _____, 2007

Honorable Colleen McMahon
United States District Court Judge